HONORABLE TIMOTHY W. DORE 1 Chapter 11 2 **HEARING DATE:** June 13, 2014 **HEARING TIME:** 9:30 A.M. 3 Seattle, Ctrm. 8106 **LOCATION:** RESPONSE DUE: June 6, 2014 4 5 6 7 8 UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF WASHINGTON 9 AT SEATTLE 10 In Re No. 12-13263 TWD (Jointly Administered) 11 SEATTLE GROUP, LTD, dba COMFORT INNS & SUITES, **BALLOT SUMMARY** 12 Debtors. 13 14 15 NO. 12-13287 TWD CONDOR DEVELOPMENT LLC, 16 Debtor. 17 18 19 Debtors and Debtors in Possession in the above-referenced case, Seattle Group Ltd, 20 dba Comfort Inn and Suites and Condor Development LLC, (collectively, the "Debtors" or 21 the "Plan Proponent"), by and through their attorneys Lane Powell LP and Mary Jo Heston, 22 submit this Ballot Summary pursuant to Local Bankruptcy Rules 3018. 23 24 25 <sup>1</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Plan (defined 26 below). A separate pre-confirmation report will be filed shortly. LANE POWELL PC **BALLOT SUMMARY - 1** 1420 FIFTH AVENUE, SUITE 4200 SEATTLE, WASHINGTON 98111-9402 206,223.7000 FAX: 206,223.7107 127041.0001/6039644.1

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BALLOT SUMMARY - 2

## **BALLOT SUMMARY**

Pursuant to Local Bankruptcy Rule 3018, the following is a summary of the ballots cast to accept or reject the Fourth Amended Joint Plan of Liquidation dated May 12, 2014 (the "Plan") filed by the Debtor. The holders of Class 1, 2, and 3 claims were not entitled to vote pursuant to section 1126(g) of the Bankruptcy Code. Of the four classes voting, Classes 4, 6 and 8 have voted to accept the Plan. EastWest Bank, the sole claimant in Classes 5 (secured) and 7(unsecured) has rejected the Plan. Below is a summary of the votes received by class.

Class 4 (Allowed Secured Claims of King County). A. Class 4 has accepted the Plan.

Percentage number of acceptances: 100% Percentage dollar amount of acceptances: 100%

Class 5 (Allowed Secured Claim of East West Bank). B. Class 5 has rejected the Plan. Percentage number of rejections: 100% Percentage dollar amount of rejections: 100%

Class 6 (Allowed General Unsecured Claims Without Guaranties). C. Class 6 has accepted the Plan. Percentage number of acceptances: 100% Percentage dollar amount of acceptances: 100%

<u>Class 7 (Allowed General Unsecured Claims With Guaranties)</u>. Class 7 has rejected the Plan. D. Percentage number of rejections: 100% Percentage dollar amount of rejections: 100%

E. Schedule of Ballots. See below.

CLASS 2 (Priority Tax Claims). Not entitled to vote.

CLASS 1 (Allowed Administrative Claims). Not entitled to vote.

LANE POWELL PC 1420 FIFTH AVENUE, SUITE 4200 SEATTLE, WASHINGTON 98111-9402 206.223.7000 FAX: 206.223.7107

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CLASS 3 (Allowed Priority Wage Claims): Not entitled to vote.

BALLOT SUMMARY - 3

Vote	Amount	Claimant	Notes
Accepted	\$554,427.00	King County Treasury Operations	Administrative Claim
-		Attn: Linda Crane Nelson	amount is \$22,543.95
		500 4 <sup>th</sup> Avenue, Room 600	Debtor scheduled:
		Seattle, WA 98104	Schedule D (Amended
			4/12/13) \$554,427.00

Vote	Amount	Claimant	Notes
Rejected	\$8,580,000.00	East West Bank c/o Maita Prout, Esq. 135 N. Los Robles Avenue, Suite 600 Pasadena, CA 91101	Proof of Claim indicates claim amount as \$9,060,996.74 Address listed on Proof of Claim: K&L Gates LLP, Attn: David C. Neu 925 Fourth Avenue, Suite 2900 Seattle, WA 98104-1158

Vote	Amount	Claimant	Notes
Accepted	(Option 1 - Agreed Reduction of claim to \$1,000)	Hubert Company, LLC Attn: Connie Rawe, AR Manager 9555 Dry Fork Rd. Harrison, OH 45030	Proof of Claim indicates claim amount as \$4,168.57 Debtor scheduled: \$4,606.26. Address listed on Proof of Claim Hubert Company, LLC 9555 Dry Fork Rd. Harrison, OH 45030

Vote	Amount	Claimant	Notes
Rejected	\$851,470.30	East West Bank	Proof of Claim indicates claim
J	(Option 2 - Agreed	c/o Maita Prout, Esq.	amount as \$9,060,996.74
	Payment from Net	135 N. Los Robles Avenue,	Debtor scheduled:
	Cash Flow and	Suite 600	Schedule D \$9,402,896.27
	Sale)	Pasadena, CA 91101	(Amended 4/12/13).
		<u> </u>	Address listed on Proof of Claim
			K&L Gates LLP, Attn: David C
			Neu

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			925 Fourth Avenue, Suite 2900 Seattle, WA 98104-1158	
CLASS 8 (Allo	owed Claims of Inte	erest Holders)		
Vote	Amount	Claimant	Notes	
Accepted		Condor Development LLC	No Proof of Claim filed.	
		c/o Laura Johnson Ciaramella 11740 W. Sunset PH 41		
		Los Angeles, CA 90049		
Accepted		Michael J. Seibert,	No Proof of Claim filed.	
•		Conservator of the Estate of		
		Joseph R. Ciaramella, President Condor	i	
		Management, Inc., General		
		Partner of Seattle Group, Ltd.	:	
		and Member, Condor		
		Development, LLC 149 S. Burrington Ave #927		
		Los Angeles, CA 90049		
F.	Ballots.			
1.				
Copies of the Ballots are attached hereto as Exhibit A.				
DATED this 9 <sup>th</sup> day of June, 2014.				
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		LANDROWE	I I na	
		LANE POWE	LL PC	
		D //W I	TT 4	
		By <u>/s/ Mary Jo</u> Mary Jo He	o Heston eston, WSBA No. 11065	
		Attorneys for 1	Debtors	
		·		

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### **CERTIFICATE OF SERVICE**

The undersigned declares as follows:

That she is a paralegal in the law firm of Lane Powell PC, and on June 9, 2014, she caused the foregoing Ballot Summary to be filed electronically through the CM/ECF system which caused Registered Participants to be served by electronic means, as fully reflected on the Notice of Electronic Filing.

In addition, she caused the Ballot Summary to deposited in Seattle, Washington via regular First Class mail, postage prepaid addressed to the following:

East West Bank c/o Maita Prout, Esq. 135 N. Los Robles Avenue, Suite 600 Pasadena, CA 91101

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K&L Gates LLP, Attn: David C. Neu 925 Fourth Avenue, Suite 2900 Seattle, WA 98104-1158

I declare under penalty of perjury under the laws of the State of Washington and the United States that the foregoing is true and correct.

Executed on this 9<sup>th</sup> day of June, 2014, at Seattle, Washington.

/s/ Teresa M. Stephenson Teresa M. Stephenson

**BALLOT SUMMARY - 5** 

LANE POWELL PC 1420 FIFTH AVENUE, SUITE 4200 SEATTLE, WASHINGTON 98111-9402 206.223.7000 FAX: 206.223.7107

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# **EXHIBIT A**

#### ACCEPTANCE OR REJECTION OF THE PLAN 1 The undersigned is the holder of a claim in the following class (classification of claim 2 and interests is set out in Article II of the enclosed Plan): 3 Allowed Administrative Claims [not entitled to vote] □ Class 1 4 □ Class 2 Allowed Priority Tax Claim [not entitled to vote] Allowed Priority Wage Claims [not entitled to vote] □ Class 3 5 Allowed Secured Claims of King County Class 4 □ Class 5 Allowed Secured Claim of East West Bank 6 □ Class 6 Allowed General Unsecured Claims without Guarantees Allowed General Unsecured Claims with Guarantees □ Class 7 7 Allowed Interest Holders ☐ Class 8 8 ; and hereby in the amount of \$ 9 [ ] REJECTS THE PLAN ACCEPTS THE PLAN 10 If you are a Class 6 or 7 Claim you should select Option 1 or Option 2 below: 11 I agree to reduce my Claim to \$1,000 and receive payment of this □ Option 1 12 amount on the Effective Date of the Plan I agree to accept payment from the Net Cash Flow and from the □ Option 2 13 sale as set forth in Article VI, Paragraphs C and D of the Plan 14 If you do not elect one of these options you will be deemed to have elected Option 1. 15 Print/Type Name of Claimant: 16 17 Signed: Print/Type Name 18 of Person Signing: 19 Print/Type Title: 20 Print/Type 21 Address: 22 RETURN THIS BALLOT FOR RECEIPT ON OR BEFORE 4:00 p.m. on JUNE 6, 2014 TO: 23 Lane Powell PC ATTN: Teresa Stephenson 24 1420 Fifth Avenue, Ste 4200 PO Box 91302 25 Seattle, WA 98111-9402 (206) 223-7107 (fax) 26 BALLOT FOR ACCEPTING OR REJECTING PLAN OF LANE POWELL PC 1420 FIFTH AVENUE, SUITE 4100 **REORGANIZATION - 3** SEATTLE, WASHINGTON 98101-2338 206.223.7000 FAX: 206.223.7107 127041.0001/5652761.1

ACCEPTANCE OR REJECTION OF THE PLAN 1 The undersigned is the holder of a claim in the following class (classification of claim 2 and interests is set out in Article II of the enclosed Plan): 3 ☐ Class 1 Allowed Administrative Claims [not entitled to vote] Class 2 Allowed Priority Tax Claim [not entitled to vote] ☐ Class 3 Allowed Priority Wage Claims [not entitled to vote] 5 □ Class 4 Allowed Secured Claims of King County Z Class 5 Allowed Secured Claim of East West Bank 6 ☐ Class 6 Allowed General Unsecured Claims without Guarantees Allowed General Unsecured Claims with Guarantees 2 Class 7 7 □ Class 8 Allowed Interest Holders Class 5 Secured Claim in the amount of \$8,580,000; Class 7 Unsecured Claim in the amount of \$851,470.30. 8 in the amount of \$ \_\_; and hereby 9 [ ] ACCEPTS THE PLAN [X] REJECTS THE PLAN 10 If you are a Class 6 or 7 Claim-you should select Option 1 or Option 2 below: 11 □ Option 1 I agree to reduce my Claim to \$1,000 and receive payment of this 12 amount on the Effective Date of the Plan I agree to accept payment from the Net Cash Flow and from the 13 sale as set forth in Article VI, Paragraphs C and D of the Plan 14 If you do not elect one of these options you will be deemed to have elected Option I. 15 Print/Type EastWest Bank Name of Claimant: 16 Signed: 17 Print/Type Name 18 Maita Prout of Person Signing: 19 Print/Type Attorney Title: 20 135 N. Los Robles Avenue, Suite 600r Print/Type 21 Pasadena, CA 91101 Address: 22 RETURN THIS BALLOT FOR RECEIPT ON OR BEFORE 4:00 p.m. on JUNE 6, 2014 TO: 23 Lane Powell PC ATTN: Teresa Stephenson 24 1420 Fifth Avenue, Ste 4200 PO Box 91302 25 Seattle, WA 98111-9402 (206) 223-7107 (fax) 261 LANE POWELL PC BALLOT FOR ACCEPTING OR REJECTING PLAN OF 1420 FIFTH AVENUE, SUITE 4100 SEATTLE, WASHINGTON 98101-2338 **REORGANIZATION - 3** 206.223.7000 FAX: 206.223.7107 127041.0001/5652761.1

#### ACCEPTANCE OR REJECTION OF THE PLAN 1 The undersigned is the holder of a claim in the following class (classification of claim 2 and interests is set out in Article II of the enclosed Plan): 3 □ Class 1 Allowed Administrative Claims [not entitled to vote] 4 Allowed Priority Tax Claim [not entitled to vote] □ Class 2 Allowed Priority Wage Claims [not entitled to vote] □ Class 3 5 □ Class 4 Allowed Secured Claims of King County □ Class 5 Allowed Secured Claim of East West Bank 6 Allowed General Unsecured Claims without Guarantees Class 6 ☐ Class 7 Allowed General Unsecured Claims with Guarantees 7 □ Class 8 Allowed Interest Holders 8 in the amount of \$\_\_\_\_\_; and hereby 9 [/] ACCEPTS THE PLAN [ ] REJECTS THE PLAN 10 If you are a Class 6 or 7 Claim-you should select Option 1 or Option 2 below: 11 ☑ Option 1 I agree to reduce my Claim to \$1,000 and receive payment of this 12 amount on the Effective Date of the Plan □ Option 2 I agree to accept payment from the Net Cash Flow and from the 13 sale as set forth in Article VI, Paragraphs C and D of the Plan 14 If you do not elect one of these options you will be deemed to have elected Option 1. 15 HUBERT COMPANY, LLC By: Cornie Rawe CONNIE RAWE Print/Type Name of Claimant: 16 Signed: 17 Print/Type Name 18 of Person Signing: 19 AR MANAGER Print/Type 20 Title: Print/Type 21 9555 DRY FORK RD HARRISON, OH 45030 Address: 22 RETURN THIS BALLOT FOR RECEIPT ON OR BEFORE 4:00 p.m. on JUNE 6, 2014 TO: 23 Lane Powell PC ATTN: Teresa Stephenson 24 1420 Fifth Avenue, Ste 4200 PO Box 91302 25 Seattle, WA 98111-9402 (206) 223-7107 (fax) 26 BALLOT FOR ACCEPTING OR REJECTING PLAN OF LANE POWELL PC 1420 FIFTH AVENUE, SUITE 4100 **REORGANIZATION - 3** SEATTLE, WASHINGTON 98101-2338 206.223.7000 FAX: 206.223.7107

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### ACCEPTANCE OR REJECTION OF THE PI

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2	The undersigned is the holder of a claim in the following class (class (class) LANE POWELL PO and interests is set out in Article II of the enclosed Plan):
3	☐ Class 1 Allowed Administrative Claims [not entitled to vote]
5	☐ Class 2 Allowed Priority Tax Claim [not entitled to vote] ☐ Class 3 Allowed Priority Wage Claims [not entitled to vote]
6	☐ Class 4 Allowed Secured Claims of King County ☐ Class 5 Allowed Secured Claim of East West Bank
7	☐ Class 6 Allowed General Unsecured Claims without Guarantees ☐ Class 7 Allowed General Unsecured Claims with Guarantees
8	Class 8 Allowed Interest Holders
9	in the amount of \$; and hereby
10	[ ] REJECTS THE PLAN
11	If you are a Class 6 or 7 Claim- you should select Option 1 or Option 2 below:
12	☐ Option 1 I agree to reduce my Claim to \$1,000 and receive payment of this amount on the Effective Date of the Plan
13	☐ Option 2 I agree to accept payment from the Net Cash Flow and from the sale as set forth in Article VI, Paragraphs C and D of the Plan
14	If you do not elect one of these options you will be deemed to have elected Option 1.
15 16	Print/Type Name of Claimant: Condor Dev. LLC
17	Signed: Jours J. Waranella
18	Print/Type Name of Person Signing: Laura Whnson Ciaramella
19 20	Print/Type Title:
21	Print/Type 11740 W. Sunset April Phylosed Los Angeles, CA
22	1 40049
23	RETURN THIS BALLOT FOR RECEIPT ON OR BEFORE 4:00 p.m. on JUNE 6, 2014 TO:
24	Lane Powell PC ATTN: Teresa Stephenson
	1420 Fifth Avenue, Ste 4200
25	PO Box 91302 Seattle, WA 98111-9402
26	(206) 223-7107 (fax)
	BALLOT FOR ACCEPTING OR REJECTING PLAN OF REORGANIZATION - 3  LANE POWELL PC 1420 FIFTH A VENUE, SUITE 4100 SEATTLE, WASHINGTON 98101-2338 206.223.7000 FAX: 206.223.7107

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## ACCEPTANCE OR REJECTION OF THE PLAN

2	The undersigned is the holder of a claim in the following class (classification of claim and interests is set out in Article II of the enclosed Plan):	
3	☐ Class 1 Allowed Administrative Claims [not entitled to vote]	
4	☐ Class 2 Allowed Priority Tax Claim [not entitled to vote]	
5	☐ Class 3 Allowed Priority Wage Claims [not entitled to vote]	
,	☐ Class 4 Allowed Secured Claims of King County	
6	☐ Class 5 Allowed Secured Claim of East West Bank ☐ Class 6 Allowed General Unsecured Claims without Guarantees	
7	☐ Class 7 Allowed General Unsecured Claims with Guarantees ☐ Class 7 Allowed General Unsecured Claims with Guarantees	
	Class 8 Allowed Interest Holders	
8	in the amount of \$; and hereby	
9	ACCEPTS THE PLAN	
10	ACCEPTS THE PLAN [ ] REJECTS THE PLAN	
11	If you are a Class 6 or 7 Claim- you should select Option 1 or Option 2 below:	
12	☐ Option 1 I agree to reduce my Claim to \$1,000 and receive payment of this amount on the Effective Date of the Plan	
13	☐ Option 2 I agree to accept payment from the Net Cash Flow and from the	
,,	sale as set forth in Article VI, Paragraphs C and D of the Plan	
14	If you do not elect one of these options you will be deemed to have elected Option 1.	
15	Michael . J. Seibert, Conservator of the Estate of Joseph	
16	Print/Type Crameller, President Condon Management, Inc., ber Name of Claimant: of Seattle Group, in and Member, Condor Bendon	end Parth
17	Signed: Level 1 Selet	and an
18	Print/Type Name	
	of Person Signing: Michael J. Serber	
19	Print/Type Conservator of the Estate of Joseph R. Cramin	Ma,
20	Title: Pres. Level Conder Many emit, I'ma, where for the staying	any Co
21	Print/Type 149 S. Borning to Ace #927, LA CA 90049	
	Address: 149 S. Bornigton Ace #927, LA CA 90049	
22	RETURN THIS BALLOT FOR RECEIPT ON OR BEFORE 4:00 p.m. on JUNE 6,	
23	2014 TO:	
ı	Lane Powell PC	
24	ATTN: Teresa Stephenson 1420 Fifth Avenue, Ste 4200	
25	PO Box 91302	
26	Seattle, WA 98111-9402 (206) 223-7107 (fax)	
۲۰		
	BALLOT FOR ACCEPTING OR REJECTING PLAN OF REORGANIZATION - 3  LANE POWELL PC 1420 FIFTH AVENUE, SUITE 4100 SEATTLE, WASHINGTON 98101-2338	
	206.223.7000 FAX: 206.223.7107 127041.0001/5652761.1	
- II	1,2/30,31,000,170,31,11	

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